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ARIZONA CORPORATION COMMISSION  
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January 14, 2011

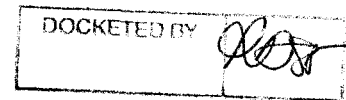
Arizona Corporation Commission

DOCKETED

JAN 14 2011

**VIA HAND DELIVERY**

Ernest Johnson, Executive Director  
Arizona Corporation Commission  
Utilities Division  
1200 W. Washington Street  
Phoenix, AZ 85007-2927



**Re: Notification of Mercury Voice & Data Company and Cequel Communications, LLC  
d/b/a Suddenlink Regarding the Direct Change of Control of Mercury Voice & Data  
Company (T-20613A-08-0420)**

Dear Mr. Johnson:

On behalf of Mercury Voice & Data Company ("Mercury Voice") and Cequel Communications, LLC d/b/a Suddenlink ("Suddenlink") (collectively "the Parties"), this letter is to advise the Arizona Corporation Commission ("Commission") that: (1) News Press & Gazette Company, Mercury Voice's parent company, and Suddenlink have entered into a Stock Purchase Agreement, whereby Suddenlink will acquire direct control of Mercury Voice (the "Transaction"); and (2) upon closing of the Transaction, Suddenlink will initiate an internal reorganization such that Mercury Voice will be converted from a corporation into a limited liability company by way of merger into a limited liability company named Mercury Voice & Data, LLC (an "internal reorganization"). The internal reorganization is referenced for informational purposes only, and will be the subject of a separate joint application to the Commission from Mercury Voice and Suddenlink.

The Parties understand that Commission approval is not required to complete the change of control described below. Mercury Voice was issued a CC&N by the Commission on February 3, 2010 (Decision No. 71480). As projected in its application for such authority, it had less than \$1 million in jurisdictional revenues in 2010. Suddenlink, nor any of its affiliates, currently provide service in Arizona thus they have no revenues in Arizona. Therefore, the Arizona Affiliated Interest Rules, A.A.C. R12-2-801 to R12-2-806, requiring utilities with greater than \$1 million in jurisdictional revenues to obtain prior approval for a change of control and/or an

internal reorganization transaction do not apply in this matter. Because the change of control will occur at the parent company level no assets of the regulated utility will be sold, leased, encumbered, or otherwise disposed of by the utility. Therefore, A.R.S. §40-285 does not apply to this transaction. Finally, because Mercury Voice and Suddenlink are foreign public service corporations whose physical facilities are used in providing communications services in interstate commerce, the stock transfer is exempt from Commission approval under A.R.S. § 40-301(D). Accordingly, this letter is filed for informational purposes only to ensure the continuing accuracy of the Commission's records.

In furtherance of this notice, the Parties provide the following information:

**I. THE PARTIES**

**A. Mercury Voice**

Mercury Voice is a Missouri corporation with its principal business at 825 Edmond Street, St. Joseph, Missouri 64501. Mercury Voice is a wholly owned subsidiary of News-Press & Gazette Company ("NPG"). In Arizona, Mercury Voice is authorized to provide resold and facilities-based local exchange and resold and facilities-based long distance telecommunications services pursuant to authority granted by this Commission in Decision No. 71480, issued in Docket No. T-20613A-08-0420 on February 3, 2010. Mercury Voice is also authorized by the Federal Communications Commission ("FCC") to provide interstate telecommunications services as a non-dominant carrier. Mercury Voice has a \$225,000 performance bond on file with the Commission. Mercury Voice provides telecommunications services solely to business customers.

**B. Suddenlink**

Suddenlink is a Delaware limited liability company with its principal place of business at 12444 Powerscourt Drive, St. Louis, Missouri, 63131. Through its operating companies, Suddenlink is the seventh largest cable operator in the country, providing broadband, advanced digital services, and competitive voice services - including competitive telecommunications services, in Arkansas, California, Louisiana, Missouri, North Carolina, Oklahoma, Texas, and West Virginia. Suddenlink is operated by a highly qualified management team, with extensive backgrounds in the operation and the provision of telecommunications services.

Suddenlink is a wholly-owned indirect subsidiary of Cebridge Connections Holdings I, LLC ("Cebridge Holdings"). Cebridge Holdings and its direct and indirect subsidiaries will provide financial support for Mercury Voice's operations in Arizona post-closing. Attached hereto as **Exhibit A**, Suddenlink has provided the Annual Report for the year ended December 31, 2009 of Cebridge Holdings. Neither Suddenlink nor Cebridge Holdings has previously applied for any authority from the Commission.

## **II. DESIGNATED CONTACTS**

The designated contacts for all correspondence, notices, inquiries, and orders in relation to this notice are:

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## **III. DESCRIPTION OF THE TRANSACTION**

Pursuant to a Stock Purchase Agreement entered into as of November 24, 2010, between Suddenlink and NPG (the "Agreement"), Suddenlink will acquire all of the issued and outstanding capital stock of Mercury Voice and certain of its affiliates. As a result of the proposed Transaction, Suddenlink will directly own 100% of, and will control, Mercury Voice. Furthermore, through a series of intervening, wholly-owned entities, Cebridge Holdings will indirectly own 100% of, and control, Mercury Voice.

Suddenlink has no current plans to modify the rates, terms and conditions of the service currently provided by Mercury Voice to its customers following completion of this Transaction. The Transaction will not involve a change in Mercury Voice's operating authority in Arizona and any Mercury Voice tariff approved by the Commission will remain in effect until revised through Commission procedures by SuddenLink. Mercury Voice's management will remain with the company following completion of the Transaction and will be further supported by the management team of Suddenlink. Mercury Voice's \$225,000 performance bond will also remain

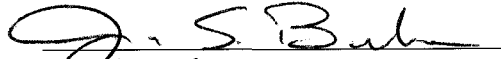
Mr. Ernest Johnson

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with the company following completion of the Transaction and will be further supported by the management team of Suddenlink. Mercury Voice's \$225,000 performance bond will also remain in place. Thus, the proposed Transaction will be seamless and transparent to Arizona customers.

Respectfully submitted,



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*Counsel for Mercury Voice & Data Company*

ORIGINAL + 13 copies of the foregoing filed this 14th day of January 2011, with:  
Docket Control

Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

By 